

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

IN RE:	Case No. 20-51066-mar
HENRY FORD VILLAGE, INC.,	Chapter 11
Debtor.	Honorable Mark A. Randon
	Objection Deadline: <u>February 5, 2021</u>

**FIRST MONTHLY FEE STATEMENT OF PERKINS COIE LLP
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF NOVEMBER 4, 2020, THROUGH DECEMBER 31, 2020**

Pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the “**Interim Compensation Order**”) (Docket No. 212), Perkins Coie LLP (“**Perkins Coie**”), as counsel to the Official Committee of Unsecured Creditors (the “**Committee**”), hereby submits its First Monthly Fee Statement for Allowance and Payment of Compensation for Professional Services Rendered and Reimbursement of Expenses Incurred (the “**Fee Statement**”) for the period of November 4, 2020, through December 31, 2020 (the “**Fee Statement Period**”).

Notice of this Fee Statement shall be served in accordance with the Interim Compensation Order, and objections to the relief requested herein shall be addressed in accordance with the Interim Compensation Order.

In support of this Fee Statement, (i) a summary of fees and expenses by category is attached hereto as **Exhibit A**; (ii) a summary of fees by timekeeper is

attached hereto as **Exhibit B**; and (iii) detailed invoices are attached hereto as **Exhibit C**.

As summarized below, Perkins Coie requests payment of 80% of its fees and 100% of expenses incurred during the Fee Statement Period.

FEE STATEMENT SUMMARY

Name of Applicant:	Perkins Coie LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Order Approving Retention:	December 14, 2020 (effective as of November 4, 2020, Docket No. 155)
Fee Statement Period:	November 4, 2020 - December 31, 2020
Amount of Compensation sought as actual, reasonable and necessary:	\$ 169,522.40 ¹
80% of Requested Compensation:	\$ 135,641.92
Expense Reimbursement sought as actual, reasonable and necessary:	\$ 688.00

This is a(n): Monthly ☒ Interim ☐ Final Application ☐

¹ This amount reflects a voluntary reduction Perkins Coie has applied to its fees in this Chapter 11 case, as indicated in the *Application for Entry of an Order Authorizing Employment and Retention of Perkins Coie LLP as Lead Counsel to the Official Committee of Unsecured Creditors* (see Docket No. 88). The total fees incurred for November and December 2020 exceed the approved cash collateral budget by a modest amount, which reflects the front-loaded nature of this representation. Total fees for the duration of this engagement are expected to be within the approved cash collateral budget.

Dated: January 22, 2021

Respectfully submitted,

**The Official Committee of Unsecured
Creditors for Henry Ford Village, Inc.,**

By: /s/Eric E. Walker

PERKINS COIE LLP

ERIC E. WALKER

KATHLEEN ALLARE

131 SOUTH DEARBORN STREET

SUITE 1700

CHICAGO, ILLINOIS 60603-5559

EWALKER@PERKINSCOIE.COM

KALLARE@PERKINSCOIE.COM

TELEPHONE: (312) 324-8400

FACSIMILE: (312) 324-9400

*Lead Counsel to the Official Committee
of Unsecured Creditors*

CERTIFICATE OF SERVICE

The undersigned attorney certifies that on January 22, 2021, he caused a true and correct copy of the First Monthly Fee Statement of Perkins Coie LLP for Compensation and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors from November 4, 2020, through December 31, 2020, to be served via electronic mail on the individuals so identified on the below Service List.

/s/Eric E. Walker

Eric E. Walker

SERVICE LIST

SHERYL L. TOBY, ESQ.
JONG-JU CHANG, ESQ.
DYKEMA GOSSETT PLLC
39577 WOODWARD AVENUE
SUITE 300
BLOOMFIELD HILLS, MI 48304
STOBY@DYKEMA.COM
JCHANG@DYKEMA.COM

PAUL R. HAGE
JEFFE RAITT HEUER & WEISS, PC
27777 FRANKLIN ROAD, SUITE 2500
SOUTHFIELD, MI 48034
PHAGE@JAFFELAW.COM

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OFFICE OF THE U.S. TRUSTEE FOR THE
EASTERN DISTRICT OF MICHIGAN
211 WEST FORT STREET, SUITE 700
DETROIT, MI 48226
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AND POPEO, PC
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HOWARD & HOWARD ATTORNEYS PLLC
450 WEST FOURTH STREET
ROYAL OAK, MI 48067
LGRETCHKO@HOWARDANDHOWARD.COM
BBURDETT@HOWARDANDHOWARD.COM

EXHIBIT A
Summary of Fees by Category

EXHIBIT A

**Summary of Fees by Category for
First Monthly Fee Statement of Perkins Coie LLP**

Billing Code / Category	Hours	Fees	Fees (-17%)
141183.0001.0001 / Case Administration	50.50	\$30,458.50	\$25,280.56
141183.0001.0002 / Hearings	8.70	\$6,262.50	\$5,197.88
141183.0001.0003 / Committee Meetings & Communications	31.80	\$18,574.50	\$15,416.84
141183.0001.0004 / Communication with Creditor Constituents	16.30	\$9,620.50	\$7,985.02
141183.0001.0005 / Retention & Fee Applications	63.10	\$27,677.50	\$22,972.33
141183.0001.0007 / Cash Collateral & DIP Financing	64.80	\$44,478.00	\$36,916.74
141183.0001.0008 / Lien Review	42.40	\$33,336.50	\$27,669.30
141183.0001.0009 / Asset Analysis & Dispositions	43.00	\$32,485.00	\$26,962.55
141183.0001.0012 / Claims Administration & Objections	1.20	\$1,002.00	\$831.66
141183.0001.0013 / Contested Matters & Adversary Proceedings	0.70	\$385.00	\$319.55
Sub-Total:	322.50	\$204,280.00	\$169,552.40
141183.0001 - Reimbursable Costs and Expenses			\$688.00
Sub-Total:			\$688.00
Grand Total:			\$170,240.40

EXHIBIT B

Summary of Fees by Timekeeper

EXHIBIT B

Summary of Fees by Timekeeper for First Monthly Fee Statement of Perkins Coie LLP

Name	Title	Practice Group	Hourly Rate	Hours	Fees	Fees (-17%)
Eric E. Walker	Partner	Bankruptcy & Restructuring	\$835.00	134.80	\$112,558.00	\$93,423.14
David J. Gold	Partner	Bankruptcy & Restructuring	\$805.00	34.30	\$27,611.50	\$22,917.55
Jordan A. Kroop	Partner	Bankruptcy & Restructuring	\$955.00	0.00	\$0.00	\$0.00
Christine M. Biebel	Senior Counsel	Financial Transactions	\$775.00	3.10	\$2,402.50	\$1,994.08
Kathleen Allare	Associate	Bankruptcy & Restructuring	\$550.00	72.70	\$39,985.00	\$33,187.55
Nima Shah	Paralegal	Financial Transactions	\$270.00	0.50	\$135.00	\$112.05
Rachel A. Leibowitz	Paralegal	Bankruptcy & Restructuring	\$280.00	77.10	\$21,588.00	\$17,918.04
				322.50	\$204,280.00	\$169,552.40

EXHIBIT C
Invoices

November 4, 2020 - November 30, 2020

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6325295
Matter No. 141183.0001
Bill Date January 1, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001 / Committee Representation Chapter 11

For Professional Services rendered through November 30, 2020

Disbursements and Other Services	\$50.00
Total Invoice Amount	\$50.00
 Previous Balance Due	 \$619.00
Total Due This Invoice	\$669.00

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6325295

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Invoice No. 6325295
Henry Ford Village-Creditors' Committee
141183.0001 / Committee Representation Chapter 11

PERKINScoie

Disbursements and Other Detailed Services through 11/30/2020

Description	Amount
Cogency Global Inc. - Cogency Global Inc. - Professional Services - 11/2020	50.00
Total	\$50.00

Total Disbursements and Other Services
\$50.00

Total Invoice Amount
\$50.00

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6326285
Matter No. 141183.0001.0001
Bill Date January 1, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0001 / Case Administration

For Professional Services rendered through November 30, 2020

Services	\$19,406.00
Less (17.00)% Discount	(\$3,299.02)
Total Services	<u>\$16,106.98</u>
Total Invoice Amount	<u>\$16,106.98</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

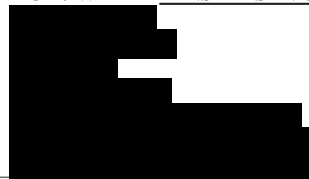
Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6326285

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 11/30/2020

Date	Attorney / Assistant	Description of Service	Hours
11/04/2020	E. Walker	Various correspondence and conferences regarding retention by committee, case overview and next steps (1.4); review case docket and pleadings to identify immediate issues for Committee consideration (1.5); initial conference with debtor's counsel regarding case (.4);	3.30
11/04/2020	K. Allare	Conference with E. Walker regarding case priorities (.2); review local rules (.6); review debtors' first day pleadings (2.0);	2.80
11/05/2020	E. Walker	Review first day declaration and related pleadings and take notes regarding case overview (1.5); prepare for and attend telephone conference with debtor's counsel and CRO (1.2); various correspondence with financial advisors (.3); prepare task list to circulate to team (.4)	3.40
11/05/2020	K. Allare	Draft committee bylaws (1.0); correspondence with R. Leibowitz re court admission (.2); review, comment on first day motions, orders (2.0)	3.20
11/06/2020	E. Walker	Prepare for and attend telephone conference with counsel for bondholders (.8); internal telephone conference and analysis regarding same (.3); various correspondence with debtor's counsel regarding confidentiality agreement, UCC and title searches and conflicts information (.3);	1.40
11/06/2020	K. Allare	Conference with L. Gretchko regarding admission (.3); correspondence with R. Leibowitz regarding same (.3);	0.60
11/08/2020	E. Walker	Various correspondence with local counsel and debtor's counsel regarding bankruptcy case (.5); correspondence with debtor's counsel regarding confidentiality agreement and prepare draft of same (.2);	0.70
11/09/2020	E. Walker	Review pleadings from prepetition entrance fee refund litigation (1.6); coordinate notices of appearance and admission (.2); various correspondence regarding entering into BAA with Debtor (.4); research regarding same (.3); correspondence regarding research into Michigan Living Care Disclosure Act (.1);	2.60
11/09/2020	R. Leibowitz	Coordinate Oath of Office phone call for E. Walker's admission to Eastern District of Michigan (.3); prepare draft notice of appearance for E. Walker's review(.4);	0.70
11/10/2020	E. Walker	Various correspondence regarding need for Business Associate Agreement with Debtor (.4); conference regarding same (.2); correspondence with CRO regarding procedure for addressing resident questions and concerns (.2);	0.80
11/10/2020	R. Leibowitz	Finalize and file notices of appearance for K. Allare and E. Walker (.4); work with docketing to link pleadings folder for docket notices (.1);	0.50
11/11/2020	E. Walker	Review prepetition litigation regarding entrance fee refunds (.3); correspondence regarding same (.1);	0.40
11/12/2020	R. Leibowitz	Download all first day motions and orders and compile same;	0.70
11/12/2020	K. Allare	Review, comment on first day orders (1.0)	1.00

Date	Attorney / Assistant	Description of Service	Hours
11/13/2020	E. Walker	Conference with US Trustee regarding overall case, escrowed entrance fee refunds and cash collateral;	0.30
11/15/2020	E. Walker	Review first day motions and proposed final orders regarding same (2.2); correspondence regarding cash management (.2);	2.40
11/16/2020	E. Walker	Review first day motions and correspondence with debtor's counsel regarding same;	0.80
11/16/2020	R. Leibowitz	Review and compile a chart of signature pages for confidentiality agreement and bylaws received to-date;	0.40
11/16/2020	K. Allare	Revise confidentiality agreement;	0.50
11/20/2020	R. Leibowitz	Search for and compile basic biographical information on Patient Care Ombudsman appointed by the U.S. Trustee;	0.40
11/24/2020	E. Walker	Conference with debtor's counsel regarding status of cash management, bid procedures and resident communications (.4); analysis regarding same (.5);	0.90
Total			27.80

Services
\$19,406.00

Less (17.00)% Discount
(\$3,299.02)

Total Services
\$16,106.98

Summary of Services through 11/30/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	17.00	835.00	14,195.00
K. Allare	Associate	8.10	550.00	4,455.00
R. Leibowitz	Paralegal	2.70	280.00	756.00
Total Services		27.80		\$19,406.00

Total Invoice Amount
\$16,106.98

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6319435
Matter No. 141183.0001.0003
Bill Date December 31, 2020
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0003 / Committee Meetings & Communications

For Professional Services rendered through November 30, 2020

Services	\$12,135.50
Less (17.00)% Discount	(\$2,063.04)
Total Services	<u>\$10,072.46</u>
Total Invoice Amount	<u>\$10,072.46</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6319435

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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Professional Services through 11/30/2020

Date	Attorney / Assistant	Description of Service	Hours
11/04/2020	E. Walker	Attend committee meeting;	0.30
11/04/2020	R. Leibowitz	Compile contact list for committee and counsel and correspondence (multiple) with K. Allare and E. Walker regarding committee representation;	1.40
11/05/2020	E. Walker	Various correspondence with committee members regarding administrative matters (.2); review and revise by-laws and contact list and circulate same to the committee (1.2)	1.40
11/05/2020	R. Leibowitz	Updates (multiple requests) to contacts list (.8); revise and ensure uniformity of information and formatting of same (.4);	1.20
11/06/2020	E. Walker	Various correspondence with committee members regarding administrative matters;	0.30
11/09/2020	E. Walker	Conference with counsel for committee member regarding class representation and committee obligations (.7); review draft confidentiality agreement and circulate to Debtor for review (.4); finalize agenda, by-laws and contact list and circulate same to committee in advance of committee meeting (.5);	1.60
11/09/2020	R. Leibowitz	Update Committee Contact List per requests from members (.2); update contact information in draft by laws for E. Walker's review (.7);	0.90
11/09/2020	K. Allare	Draft confidentiality agreement;	0.70
11/10/2020	E. Walker	Prepare for and attend Committee meeting (1.5); prepare and circulate revised agenda for same (.2);	1.70
11/10/2020	R. Leibowitz	Prepare for, attend, and keep minutes during Committee Meeting;	1.30
11/10/2020	K. Allare	Prepare for, participate in introductory meeting with Committee (1.2);	1.20
11/11/2020	E. Walker	Conference with counsel for committee member regarding status of case;	0.20
11/11/2020	R. Leibowitz	Review signature pages to Committee Bylaws received to date and correspondence with E. Walker regarding same;	0.30
11/12/2020	E. Walker	Finalize draft confidentiality agreement and circulate to Committee for review and execution (.4); draft summary update to Committee (.5);	0.90
11/13/2020	E. Walker	Correspondence regarding revisions to confidentiality agreement;	0.20
11/13/2020	R. Leibowitz	Review meeting notes and prepare draft minutes from November 10, 2020 Committee meeting;	1.10
11/16/2020	E. Walker	Draft summary of status on confidentiality agreement and cash collateral for Committee (.6); review and revise meeting minutes and draft proposed agenda for Committee meeting (.7); correspondence with committee member regarding creditor communications (.4);	1.70

Date	Attorney / Assistant	Description of Service	Hours
11/17/2020	E. Walker	Prepare for and attend Committee meeting;	0.80
11/17/2020	R. Leibowitz	Review draft meeting agenda and otherwise prepare for Committee Meeting (.5); attend and keep minutes during same (.6);	1.10
11/19/2020	E. Walker	Draft summary of limited objection to final order on cash collateral and status of negotiations for Committee;	0.30
11/19/2020	R. Leibowitz	Send individual follow-up emails to each committee member regarding Bylaws and Confidentiality Agreement;	0.40
11/21/2020	E. Walker	Draft and circulate correspondence summarizing status of negotiations on budget and final order for cash collateral, final order for debtor to maintain cash management system and draft applications to retain counsel for the Committee;	0.50
11/24/2020	E. Walker	Draft summary of cash collateral hearing for committee and update on various other issues, including cash management and professional retention (.7);	0.70
11/27/2020	E. Walker	Correspondence with committee member regarding proof of claim;	0.10
Total			20.30

Services
\$12,135.50

Less (17.00)% Discount
(\$2,063.04)

Total Services
\$10,072.46

Summary of Services through 11/30/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	10.70	835.00	8,934.50
K. Allare	Associate	1.90	550.00	1,045.00
R. Leibowitz	Paralegal	7.70	280.00	2,156.00
Total Services		20.30		\$12,135.50

Total Invoice Amount
\$10,072.46

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6319436
Matter No. 141183.0001.0004
Bill Date December 31, 2020
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0004 / Communication with Creditor Constituents

For Professional Services rendered through November 30, 2020

Services	\$5,157.50
Less (17.00)% Discount	(876.78)
Total Services	<u>\$4,280.72</u>
Total Invoice Amount	<u>\$4,280.72</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

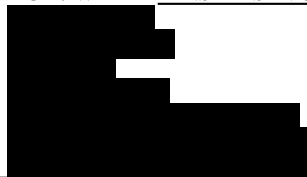
Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6319436

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 11/30/2020

Date	Attorney / Assistant	Description of Service	Hours
11/08/2020	E. Walker	Correspondence regarding creditor meeting;	0.20
11/13/2020	E. Walker	Correspondence regarding procedure for responding to creditor communications;	0.20
11/14/2020	E. Walker	Correspondence with creditor regarding bankruptcy case;	0.10
11/17/2020	E. Walker	Correspondence regarding creditor inquiries and process for responding to same;	0.20
11/17/2020	K. Allare	Conference with T. Osgood (Honigman) re proof of claim, class issues (.5); review research regarding same (.3); correspondence with E. Walker regarding same (.3); call with creditor re case status, chapter 11 generally (.3);	1.40
11/19/2020	E. Walker	Various correspondence regarding creditor and resident inquiries;	0.30
11/19/2020	K. Allare	Conference call with creditor constituent regarding entrance fee refund, case status (.8);	0.80
11/20/2020	K. Allare	Calls with creditor constituents re case status, treatment of entrance fee refunds (seven calls);	2.50
11/21/2020	K. Allare	Correspondence with creditor regarding cases status (.4);	0.40
11/23/2020	K. Allare	Three calls with entrance fee claimants regarding bankruptcy filing, proofs of claim.	0.70
11/24/2020	E. Walker	Correspondence with local counsel regarding resident inquiries (.2); analysis regarding same (.3);	0.50
11/25/2020	K. Allare	Multiple calls with entrance fee claimants regarding case status, impact on entrance fees;	0.80
11/30/2020	K. Allare	Calls with entrance fee claimants regarding bankruptcy, treatment of entrance fees;	0.50
Total			8.60

Invoice No. 6319436
Henry Ford Village-Creditors' Committee
141183.0001.0004 / Communication with Creditor Constituents

PERKINScoie

Services

\$5,157.50

Less (17.00)% Discount

(\$876.78)

Total Services

\$4,280.72

Summary of Services through 11/30/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	1.50	835.00	1,252.50
K. Allare	Associate	7.10	550.00	3,905.00
Total Services		8.60		\$5,157.50

Total Invoice Amount

\$4,280.72

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6326286
Matter No. 141183.0001.0005
Bill Date January 1, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0005 / Retention & Fee Applications

For Professional Services rendered through November 30, 2020

Services	\$23,468.00
Less (17.00)% Discount	(\$3,989.56)
Total Services	<hr/> \$19,478.44
Total Invoice Amount	<hr/> \$19,478.44

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6326286

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 11/30/2020

Date	Attorney / Assistant	Description of Service	Hours
11/05/2020	E. Walker	Attend to issues regarding appearance, admission and application to be retained;	0.60
11/05/2020	R. Leibowitz	Review local rules for Eastern District of Michigan regarding admission procedures and download and complete appropriate forms for E. Walker and K. Allare (.8); telephone conference (multiple) with local counsel regarding admission process and retention application (.6); prepare draft motion to employ and declaration in support of same (2.8); prepare draft disinterestedness email (.5); correspondence (multiple) with E. Walker and K. Allare regarding retention application and admission process (.7);	5.40
11/06/2020	E. Walker	Attend to admission to ED Michigan and retention issues;	0.50
11/06/2020	R. Leibowitz	Create Pacer account and request admission to Eastern District of Michigan for K. Allare (.8); telephone conference with clerk of court regarding same (.4);	1.20
11/06/2020	R. Leibowitz	Prepare conflicts chart for disclosure to the bankruptcy court based on list from Dykema;	1.10
11/06/2020	R. Leibowitz	Correspond with co-counsel and E. Walker regarding conflicts chart and prepare email to send same to Conflicts team;	0.60
11/06/2020	R. Leibowitz	Finalize documents and submit request for admission to Eastern District of Michigan for E. Walker;	0.70
11/09/2020	E. Walker	Attend to retention application (.5); correspondence regarding same (.1);	0.60
11/09/2020	R. Leibowitz	Coordinate conflicts check for disclosure to bankruptcy court;	0.80
11/10/2020	E. Walker	Various correspondence regarding US Trustee guidelines;	0.30
11/10/2020	R. Leibowitz	Prepare draft application to employ Howard & Howard and declaration in support of same;	1.10
11/10/2020	R. Leibowitz	Telephone conference with local counsel regarding status of application to employ and declaration;	0.60
11/10/2020	R. Leibowitz	Review Stipulation Order regarding Fee Guidelines and compare US Trustee billing codes with those used internally (.8); compose email analyzing same and recommended course of action to address (.6);	1.40
11/11/2020	E. Walker	Review summary of US Trustee guidelines and various correspondence regarding same (.7); review proposed stipulation from US Trustee regarding professional retention, budgeting and staffing and revise same (.6); correspondence with debtor's counsel regarding same (.1); conference with debtor's counsel regarding US Trustee guidelines (.4);	1.80
11/11/2020	R. Leibowitz	Attend telephone conference with Debtor's counsel regarding notice and service issues (.5); briefly review local rules regarding retention (.2);	0.70
11/11/2020	R. Leibowitz	Identify parties on KCC service list who were excluded from conflicts chart	1.80

Date	Attorney / Assistant	Description of Service	Hours
		used for disclosure to the bankruptcy court and compile spreadsheet of same (1.4); correspondence (multiple) with the attorneys regarding same (.4);	
11/12/2020	E. Walker	Correspondence with debtor's counsel regarding interim compensation procedures (.2); analysis and correspondence regarding retention application (.4); conference with US Trustee regarding large chapter 11 case guidelines, staffing and budgeting (.5); correspondence regarding same (.3); draft proposed revisions to US Trustee stipulation and circulate same to debtor's counsel for review (.3); review and revise draft retention application and declaration in support of same (.9); various correspondence and conferences regarding same (.6);	3.20
11/12/2020	R. Leibowitz	Revise draft application to employ Howard & Howard and draft declaration in support per E. Walker's revisions to Perkins Coie application and declaration and send Howard & Howard versions to L. Gretchko (.8); telephone conferences with L. Gretchko regarding same (.4);	1.20
11/13/2020	E. Walker	Finalize comments to US Trustee stipulation and project billing codes and circulate same to US Trustee for review;	0.40
11/13/2020	R. Leibowitz	Prepare exhibit to declaration of L. Gretchko in support of application to employ Howard & Howard as co-counsel;	0.70
11/13/2020	R. Leibowitz	Review results from conflicts check and begin preparation of Walker Declaration in Support of Application to Employ;	2.20
11/14/2020	R. Leibowitz	Correspondence via email with L. Gretchko regarding exhibit to H&H employment declaration (.2); correspondence with E. Walker regarding compensation procedures (.2);	0.40
11/17/2020	E. Walker	Correspondence with US Trustee about proposed stipulation and large case guidelines (.3); correspondence regarding retention application (.2);	0.50
11/17/2020	R. Leibowitz	Telephone conference with L. Gretchko regarding status of employment application for Howard & Howard and exhibit to declaration;	0.40
11/18/2020	E. Walker	Review correspondence with US Trustee regarding large case guidelines and correspondence regarding same (.3); conference regarding same (.4);	0.70
11/19/2020	E. Walker	Attention to retention application and various correspondence regarding finalizing same (2.2); correspondence with US Trustee office regarding large case guidelines (.3); conference regarding same (.1);	2.60
11/19/2020	R. Leibowitz	Prepare conflicts chart for Declaration in Support of Application to Employ Perkins Coie and complete final revisions to Application and Declaration (1.2); prepare draft proposed order to Application to Employ (.4); correspondence (multiple) regarding checked parties list (.6); telephone conference with L. Gretchko regarding same (.4);	2.60
11/19/2020	R. Leibowitz	Additional revisions to application to employ and exhibits (1.7); finalize all documents and compile for United States Trustee's review (.4);	2.10
11/19/2020	R. Leibowitz	Finalize exhibit to declaration of Howard & Howard and correspondence	0.80

Date	Attorney / Assistant	Description of Service	Hours
		(multiple) regarding same;	
11/19/2020	R. Leibowitz	Complete minor revisions to exhibit to Declaration of L. Gretchko in support of Application to Employ;	0.40
11/19/2020	R. Leibowitz	Further revisions to Declaration in support of Employment Application for Howard and Howard;	0.30
11/20/2020	E. Walker	Various correspondence regarding finalizing retention applications (.4); correspondence with debtor's counsel and US Trustee regarding status of stipulation and budgeting (.2); conference with debtor's counsel regarding same (.2);	0.80
11/20/2020	R. Leibowitz	Complete final revisions to proposed order on and statement of consent for application to employ Perkins (.6); prepare and review redlines of original and final application to employ and declaration in support for Howard and Howard (.7); finalize Application to Employ Howard & Howard and exhibits (.4); telephone conference (multiple) with L. Gretchko regarding same (.6)	2.30
11/20/2020	K. Allare	Review and finalize retention application for Perkins and local counsel (.7); review and comment on UST stipulation regarding billing (1.2); correspondence regarding same (.3);	2.20
11/22/2020	R. Leibowitz	Review local rules pertaining to employment applications and general motion practice and summarize same;	0.40
11/23/2020	E. Walker	Various correspondence regarding finalizing, executing and filing retention application (1.3);	1.30
11/23/2020	R. Leibowitz	Coordinate service of applications to employ counsel for committee with KCC;	0.30
11/23/2020	R. Leibowitz	Review ECF procedure and electronically file application to employ Perkins as lead counsel to Committee (.4); compose email and send courtesy copy of same to Debtor's counsel, counsel to bondholders, and the United States Trustee (.2);	0.60
11/23/2020	R. Leibowitz	Telephone conference (multiple) with L. Gretchko regarding status of Howard & Howard Application and requested revisions (.6); complete multiple rounds of revisions to same (1.5); correspondence with L. Gretchko via email regarding revised documents (.3); correspondence with E. Walker regarding status of filing same (.2); electronically file application to employ Howard & Howard (.1) and serve courtesy copy to Debtor's counsel, bondholder's counsel, and U.S. Trustee (.1) and to KCC advising pleading is ready for service on special service list (.1);	2.90
11/23/2020	R. Leibowitz	Correspondence with E. Walker and L. Gretchko regarding Local Rule 9014 requirements for application to employ (.7); complete revisions to Application (.6); prepare notice of filing and opportunity to respond and certificate of service (.8); telephone conference with L. Gretchko regarding revisions to Howard & Howard Application (.3);	2.40
11/24/2020	E. Walker	Correspondence with local counsel regarding terms of RBC Capital Market retention;	0.30

Invoice No. 6326286
Henry Ford Village-Creditors' Committee
141183.0001.0005 / Retention & Fee Applications

PERKINScoie

Date	Attorney / Assistant	Description of Service	Hours
11/25/2020	K. Allare	Research, summarize investment banker comparable fees, indemnificaiton provisions;	1.80
Total			53.00

Services
\$23,468.00

Less (17.00)% Discount
(\$3,989.56)

Total Services
\$19,478.44

Summary of Services through 11/30/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	13.60	835.00	11,356.00
K. Allare	Associate	4.00	550.00	2,200.00
R. Leibowitz	Paralegal	35.40	280.00	9,912.00
Total Services		53.00		\$23,468.00

Total Invoice Amount
\$19,478.44

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6319439
Matter No. 141183.0001.0007
Bill Date December 31, 2020
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0007 / Cash Collateral & DIP Financing

For Professional Services rendered through November 30, 2020

Services	\$33,728.50
Less (17.00)% Discount	(\$5,733.85)
Total Services	<u>\$27,994.65</u>
Total Invoice Amount	<u>\$27,994.65</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6319439

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 11/30/2020

Date	Attorney / Assistant	Description of Service	Hours
11/05/2020	E. Walker	Correspondence with US Trustee regarding retention and cash collateral;	0.20
11/06/2020	E. Walker	Analysis of cash collateral issues;	0.70
11/06/2020	K. Allare	Comment on cash collateral (2.3); review, analyze precedent regarding same (.7); conference with E. Walker regarding same (.3);	3.30
11/08/2020	E. Walker	Analysis regarding case budget (.3); correspondence with CRO regarding same (.1);	0.40
11/09/2020	E. Walker	Correspondence with CRO regarding budgeting (.2); review interim cash collateral order and comparison to other CCRC and healthcare cash collateral orders (.8); prepare draft list of issues for final order on cash collateral (.7); perform legal research regarding 506(c) and 552(b) protections (.5); review additional comments and mark ups from co-counsel and respond to same (.9);	3.10
11/09/2020	K. Allare	Research section 506(c) and 552(b) waivers in the 6th circuit (2.3); draft summary regarding same (.6); review cash collateral orders entered in previous CCRC cases (1.0)	3.90
11/10/2020	E. Walker	Review interim cash collateral order and prepare list of issues to circulate to US Trustee, Debtor's counsel and bondholders' counsel (1.6); various correspondence regarding preparing limited objection to cash collateral (.2);	1.80
11/10/2020	K. Allare	Review and revise cash collateral objection (1.4);	0.40
11/11/2020	R. Leibowitz	Prepare draft correspondence to claims administrator requesting the deadline to file potential objection;	0.40
11/11/2020	K. Allare	Research cash collateral objection issues (1.2); analyze issues list regarding same (.8);	2.00
11/12/2020	E. Walker	Review draft cash collateral budget (.3); correspondence regarding strategy for cash collateral negotiations (.2);	0.50
11/12/2020	E. Walker	Correspondence regarding carve out budget for Committee;	0.20
11/13/2020	E. Walker	Review draft final cash collateral order from bondholders' counsel;	0.20
11/14/2020	K. Allare	Draft objection to cash collateral (1.0); research, review CCRC cash collateral order re same (1.0);	2.00
11/15/2020	E. Walker	Review draft final order on cash collateral and prepare initial comments and revisions to same (1.2); analysis and various correspondence regarding same (.5);	1.70
11/15/2020	K. Allare	Analyze comments to revised cash collateral order (1.2); draft, revise cash collateral objection (2.0)	3.20
11/16/2020	E. Walker	Review summary of treatment of other CCRC's in bankruptcy and	2.90

Date	Attorney / Assistant	Description of Service	Hours
		correspondence regarding same (.4); conference with debtor and CRO regarding draft cash collateral order and budget (.6); analysis regarding same (.3); revise comments and proposed revisions to cash collateral order and circulate to parties in advance of discussions regarding same (.5); prepare for and attend discussion regarding cash collateral order (.7); various follow up conferences regarding same (.4);	
11/16/2020	K. Allare	Draft cash collateral objection (1.8); review bond indenture docs regarding binding provisions in cash collateral order (1.0); draft summary chart regarding same (.4);	3.20
11/17/2020	E. Walker	Conference with debtor's counsel regarding status of cash collateral negotiations (.3); review and revise final cash collateral order and circulate same (.7); conference with counsel for US Trustee regarding cash collateral order (.3); review correspondence from local counsel summarizing issues relating to cash collateral (.2); conference regarding same (.3); finalize comments to cash collateral order and circulate to bond trustee counsel (.3); review draft limited objection to cash collateral and revise same (1.6);	3.70
11/17/2020	R. Leibowitz	Correspondence with E. Walker regarding service of potential objection to final order on cash collateral (.2); review motion and interim order, and correspond with claims administrator regarding timing necessary to timely serve the notice parties as identified in the motion (.6);	0.80
11/17/2020	R. Leibowitz	Highlight objection service and notice portions of interim cash collateral order and correspondence with K. Allare and E. Walker regarding same;	0.40
11/17/2020	K. Allare	Revise cash collateral objection (.8); correspondence with E. Walker, L. Gretchko regarding same (.2);	1.00
11/18/2020	E. Walker	Conference with counsel for bondholders regarding cash collateral order (.5); correspondence with local counsel regarding same (.2); various correspondence regarding limited objection to cash collateral (.3); revise and finalize same for filing (.8);	1.80
11/18/2020	R. Leibowitz	Finalize and electronically file objection to cash collateral order and certificate of service (.3); correspondence (multiple) with attorneys and claims administrator to coordinate service of same on Notice Parties (.6); serve courtesy copies via email upon counsel to the Debtor, the bondholders, and the US Trustee (.3);	1.20
11/18/2020	R. Leibowitz	Telephone conference with L. Gretchko regarding status of objection to cash collateral motion and service of same;	0.30
11/18/2020	K. Allare	Draft, finalize cash collateral objection (1.2); research, review CCRC treatment of entrance fee refund cases (1.6); coordinate filing of objection with local counsel, R. Leibowitz (.4);	3.20
11/19/2020	E. Walker	Conference with debtor's counsel regarding status of cash collateral and cash management final orders (.3); review draft final order for cash management (.6); draft revisions to cash collateral order and circulate to local counsel (.5);	1.40
11/20/2020	E. Walker	Conference with local counsel regarding remaining issues and edits to final order on cash collateral (.4); review and revise order regarding same and	1.00

Date	Attorney / Assistant	Description of Service	Hours
		circulate to other counsel (.4); correspondence with debtor's counsel and US Trustee regarding same (.2);	
11/20/2020	R. Leibowitz	Review certificate of service of Committee's Objection to Cash Collateral and request approval to file (.2); e-file same (.1);	0.30
11/21/2020	E. Walker	Review correspondence regarding objection to cash collateral and debtor's continued use of cash management system and respond to same;	0.40
11/21/2020	K. Allare	Review changes to cash collateral order;	0.50
11/23/2020	E. Walker	Conference with local counsel regarding cash collateral hearing (.5); prepare for and attend hearing (.8); various conferences regarding results from same (.5); correspondence with debtor's counsel regarding status of cash management motion and Comerica objection (.3); correspondence local counsel regarding same (.1);	2.20
11/24/2020	R. Leibowitz	Review final cash collateral order and calendar Challenge Period deadline;	0.60
11/30/2020	E. Walker	Review Comerica objection to motion to continue cash management procedures and draft redline to final order (.6); draft summary of objection to same for debtor's counsel (.3); review case law regarding same (.3); prepare for and attend conference with debtor's counsel regarding same (.5); correspondence with local counsel regarding summary of discussions with debtor's counsel and Committee position on cash management (.2);	1.90
Total			50.80

Services

\$33,728.50

Less (17.00)% Discount

(\$5,733.85)

Total Services

\$27,994.65

Summary of Services through 11/30/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	24.10	835.00	20,123.50
K. Allare	Associate	22.70	550.00	12,485.00
R. Leibowitz	Paralegal	4.00	280.00	1,120.00
Total Services		50.80		\$33,728.50

Total Invoice Amount

\$27,994.65

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6319444
Matter No. 141183.0001.0009
Bill Date December 31, 2020
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0009 / Asset Analysis & Dispositions

For Professional Services rendered through November 30, 2020

Services	\$2,672.00
Less (17.00)% Discount	(\$454.24)
Total Services	<u>\$2,217.76</u>
Total Invoice Amount	<u>\$2,217.76</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

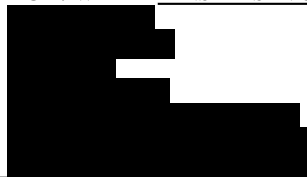
Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6319444

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 11/30/2020

Date	Attorney / Assistant	Description of Service	Hours
11/13/2020	E. Walker	Review application to retain RBC (.7); conference with US Trustee regarding same (.2); conference with potential buyer (.3);	1.20
11/23/2020	E. Walker	Analysis regarding bid procedures (.3); correspondence with debtor's counsel regarding status of same (.1);	0.40
11/25/2020	E. Walker	Review engagement letter and fee structure for RBC Capital Markets retention (.3); correspondence regarding analysis of investment banker fees in similar cases (.2); review analysis of same (.5);	1.00
11/30/2020	E. Walker	Review draft bid procedures (.5); correspondence with local counsel regarding same (.1);	0.60
Total			3.20

Services
\$2,672.00

Less (17.00)% Discount
(\$454.24)

Total Services
\$2,217.76

Summary of Services through 11/30/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	3.20	835.00	2,672.00
Total Services		3.20		\$2,672.00

Total Invoice Amount
\$2,217.76

December 1, 2020 - December 31, 2020

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6325298
Matter No. 141183.0001
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001 / Committee Representation Chapter 11

For Professional Services rendered through December 31, 2020

Disbursements and Other Services	\$638.00
Total Invoice Amount	\$638.00
 Previous Balance Due	 \$50.00
Total Due This Invoice	\$688.00

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6325298

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Disbursements and Other Detailed Services through 12/31/2020

Description	Amount
US Bank - Certified Copies - C. Janssen, Northern Illinois District Court - Certificate of Good Standing Fee / Eric Walker - Henry Ford Village BKY, 11/05/2020	19.00
US Bank - Filing Fees - C. Janssen, Michigan Eastern District Court - Admission Fee / Eric Walker - Henry Ford Village BKY, 11/06/2020	300.00
US Bank - Filing Fees - A. Kulas, certificate of good standing for Katie Allare, 11/05/2020	19.00
US Bank - Filing Fees - C. Janssen, Michigan Eastern District Court - Admission Fee / Katie Allare - Henry Ford Village BKY, 11/06/2020	300.00
Total	\$638.00

Total Disbursements and Other Services
\$638.00

Total Invoice Amount
\$638.00

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
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Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6326288
Matter No. 141183.0001.0001
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0001 / Case Administration

For Professional Services rendered through December 31, 2020

Services	\$11,052.50
Less (17.00)% Discount	(\$1,878.93)
Total Services	<u>\$9,173.57</u>
Total Invoice Amount	<u>\$9,173.57</u>
Previous Balance Due	<u>\$16,106.98</u>
Total Due This Invoice	<u>\$25,280.55</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6326288

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/03/2020	R. Leibowitz	Review and finalize Response in Support of Motion to Continue Use of Cash Management Systems (.8); prepare certificate of service (.3); e-file same along with supplemental certificate of service for retention applications (.2);	1.30
12/04/2020	E. Walker	Correspondence regarding analysis of Debtor's schedules and statement of financial affairs for section 341 meeting;	0.20
12/07/2020	E. Walker	Review debtor schedules and statement of financial affairs and prepare for section 341 meeting of creditors (3.1); various correspondence regarding same (.3);	3.40
12/07/2020	K. Allare	Review, comment on schedules and SOFA (1.8); conference with L. Gretchko regarding same (.3); conference and correspondence with E. Walker regarding 341 meeting, questions on the schedules (.7);	2.80
12/08/2020	R. Leibowitz	Review Court's website to determine process for requesting audio recording of 341 meeting of creditors (.3); prepare form and submit same to US Trustee (.3);	0.60
12/09/2020	E. Walker	Review draft agreement to release private information to creditors and correspondence regarding comments to same;	0.40
12/11/2020	R. Leibowitz	Coordinate transcription of 341 meeting of creditors;	0.60
12/13/2020	E. Walker	Conference with debtor's counsel regarding status hearing and Comerica motion regarding application for PPP loan forgiveness and analysis regarding same;	1.20
12/15/2020	R. Leibowitz	Finalize and compile Committee-Executed versions of Committee Bylaws and Confidentiality Agreement (.8) and update Committee Contact List (.6); circulate same to attorneys (.2);	1.60
12/18/2020	E. Walker	Analysis and correspondence regarding treatment of entrance fee refunds and residency agreements in other CCRC bankruptcy cases (.3); correspondence with debtor's counsel regarding D&O policies (.1);	0.40
12/18/2020	R. Leibowitz	Review insurance documents received from Debtor's counsel;	0.30
12/21/2020	R. Leibowitz	Research prior CCRC cases in which bondholders were indentured trustee, download plans and other pertinent documents, and compile outline of treatment of entrance fee refunds and residency agreements;	2.60
12/22/2020	E. Walker	Correspondence with US Trustee regarding questions to draft bar date motion (.2); review revisions to same and various correspondence with debtor's counsel regarding same (.5); correspondence with debtor regarding solicitation of funds from former residents to renovate units (.3); review debtor insurance policies and correspondence regarding same (.2);	1.20
12/22/2020	R. Leibowitz	Review transcript from 341 meeting of creditors and begin verification for accuracy;	2.20

Date	Attorney / Assistant	Description of Service	Hours
12/23/2020	R. Leibowitz	Complete review and finalization of transcript of 341 meeting of creditors and circulate to attorneys;	3.40
12/26/2020	E. Walker	Correspondence with local counsel to provide update regarding outstanding issues and tasks;	0.30
12/28/2020	R. Leibowitz	Finalize fully executed Confidentiality Agreement, signed by Committee members and counsel, and circulate to E. Walker, B. Burdett, and L. Gretchko to send to Debtor's counsel;	0.20
Total			22.70

Services
\$11,052.50

Less (17.00)% Discount
(\$1,878.93)

Total Services
\$9,173.57

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	7.10	835.00	5,928.50
K. Allare	Associate	2.80	550.00	1,540.00
R. Leibowitz	Paralegal	12.80	280.00	3,584.00
Total Services		22.70		\$11,052.50

Total Invoice Amount
\$9,173.57

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324275
Matter No. 141183.0001.0002
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0002 / Hearings

For Professional Services rendered through December 31, 2020

Services	\$6,262.50
Less (17.00)% Discount	(\$1,064.63)
Total Services	<u>\$5,197.87</u>
Total Invoice Amount	<u>\$5,197.87</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324275

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/01/2020	R. Leibowitz	Review court docket and prepare a summary of upcoming hearings per E. Walker's request (.6); conference with L. Gretchko regarding statement of US Trustee concurrence and other upcoming deadlines (.6); correspondence (multiple) with E. Walker regarding same (.4);	1.60
12/07/2020	E. Walker	Prepare for and attend hearing on cash management motion;	1.60
12/08/2020	E. Walker	Prepare for and attend section 341 meeting (3.5); conference with creditor regarding same (.3);	3.80
12/08/2020	K. Allare	Attend 341 meeting;	0.40
12/14/2020	E. Walker	Prepare for and attend status hearing;	1.30
Total			8.70

Services
\$6,262.50

Less (17.00)% Discount
(\$1,064.63)

Total Services
\$5,197.87

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	6.70	835.00	5,594.50
K. Allare	Associate	0.40	550.00	220.00
R. Leibowitz	Paralegal	1.60	280.00	448.00
Total Services		8.70		\$6,262.50

Total Invoice Amount
\$5,197.87

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6326290
Matter No. 141183.0001.0003
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0003 / Committee Meetings & Communications

For Professional Services rendered through December 31, 2020

Services	\$6,439.00
Less (17.00)% Discount	(\$1,094.63)
Total Services	<u>\$5,344.37</u>
Total Invoice Amount	<u>\$5,344.37</u>
Previous Balance Due	<u>\$10,072.46</u>
Total Due This Invoice	<u>\$15,416.83</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

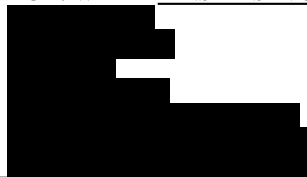
Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6326290

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/03/2020	E. Walker	Draft summary of motion to approve bid procedures and outstanding issue regarding final order on cash management for committee (.8); correspondence with committee member regarding initial comments to bid procedures (.3);	1.10
12/10/2020	E. Walker	Correspondence with committee regarding update (.2); prepare proposed agenda regarding same (.2); prepare for Committee meeting (.3); review and revise draft meeting minutes (.3); conference with local counsel regarding committee meeting, case overview and bid procedure issues (.6);	1.60
12/10/2020	R. Leibowitz	Review records and compose email correspondence with counsel to Plumley Class Representative and Patricia Henry Trust regarding outstanding executed bylaws and confidentiality agreement (.4) and new contact information for RehabCare (.2);	0.60
12/10/2020	R. Leibowitz	Review meeting notes from November 17, 2020 Committee meeting and prepare draft meeting minutes for E. Walker's review;	1.20
12/11/2020	E. Walker	Prepare for and attend committee meeting to discuss latest updates and bid procedures motion;	1.70
12/11/2020	R. Leibowitz	Prepare for, attend, and keep minutes during Committee meeting;	1.40
12/11/2020	R. Leibowitz	Additional follow up with Committee members missing signature pages;	0.30
12/15/2020	R. Leibowitz	Review notes from December 11, 2020 Committee meeting and prepare draft minutes for E. Walker's review;	2.20
12/16/2020	E. Walker	Draft summary of status of negotiations of bid procedures and recommendation to Committee;	0.30
12/17/2020	E. Walker	Draft summary of status of bid procedures motion and draft CIM for Committee;	0.30
12/22/2020	E. Walker	Conference with committee member regarding proposed process for proof of claim submission and reconciliation (.5); draft summary for committee regarding proposed bar date process (.3);	0.80
Total			11.50

Invoice No. 6326290
Henry Ford Village-Creditors' Committee
141183.0001.0003 / Committee Meetings & Communications

PERKINScoie

Services
\$6,439.00

Less (17.00)% Discount
(\$1,094.63)

Total Services
\$5,344.37

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	5.80	835.00	4,843.00
R. Leibowitz	Paralegal	5.70	280.00	1,596.00
Total Services		11.50		\$6,439.00

Total Invoice Amount
\$5,344.37

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324278
Matter No. 141183.0001.0004
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0004 / Communication with Creditor Constituents

For Professional Services rendered through December 31, 2020

Services	\$4,463.00
Less (17.00)% Discount	(\$758.71)
Total Services	<u>\$3,704.29</u>
Total Invoice Amount	<u>\$3,704.29</u>
Previous Balance Due	<u>\$4,280.72</u>
Total Due This Invoice	<u>\$7,985.01</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324278

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/03/2020	K. Allare	Calls with entrance fee claimants regarding case status;	0.70
12/04/2020	K. Allare	Multiple calls with entrance fee claimants regarding filing proofs of claim, upcoming 341 meeting (1.3);	1.30
12/07/2020	K. Allare	Multiple calls with entrance fee claimants regarding case status (.8); correspondence with T. Osgood re noticing of Plumely class members (.4);	1.20
12/08/2020	K. Allare	Call with entrance fee creditor regarding unsecured creditor treatment (.4);	0.40
12/09/2020	E. Walker	Correspondence with creditor representative regarding status of bankruptcy case;	0.20
12/09/2020	K. Allare	Multiple calls with creditor constituents regarding case notices;	0.70
12/10/2020	K. Allare	Multiple calls with entrance fee creditors re case status (.5);	0.50
12/14/2020	K. Allare	Multiple calls and correspondence with entrance fee claimants (.8);	0.80
12/15/2020	E. Walker	Correspondence with creditor of Henry Ford Village;	0.20
12/15/2020	K. Allare	Answer emails requesting information about sale process (.7);	0.70
12/22/2020	E. Walker	Conference with creditor regarding status of bankruptcy case and sale process;	0.40
12/22/2020	K. Allare	Conference with E. Walker regarding responses to creditor inquiries;	0.20
12/29/2020	K. Allare	Call with entrance fee claimant regarding proof of claim process, case status;	0.40
Total			7.70

Services
\$4,463.00

Less (17.00)% Discount
(\$758.71)

Total Services
\$3,704.29

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	0.80	835.00	668.00
K. Allare	Associate	6.90	550.00	3,795.00
Total Services		7.70		\$4,463.00

Invoice No. 6324278
Henry Ford Village-Creditors' Committee
141183.0001.0004 / Communication with Creditor Constituents

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Total Invoice Amount
\$3,704.29

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Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

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Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324283
Matter No. 141183.0001.0005
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0005 / Retention & Fee Applications

For Professional Services rendered through December 31, 2020

Services	\$4,209.50
Less (17.00)% Discount	(\$715.62)
Total Services	<u>\$3,493.88</u>
Total Invoice Amount	<u>\$3,493.88</u>
Previous Balance Due	<u>\$19,478.44</u>
Total Due This Invoice	<u>\$22,972.32</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324283

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/10/2020	E. Walker	Review certificate of no response and revise same;	0.20
12/10/2020	R. Leibowitz	Revise certificate of no response to Perkins Coie retention application and send to E. Walker for review;	0.60
12/11/2020	E. Walker	Review proposed motion and order for interim compensation procedures and provide comments to same;	0.90
12/14/2020	R. Leibowitz	Finalize and compile certificate of no response and exhibits thereto for Perkins Coie's retention application (.3) and electronically file same (.1); finalize and compile same for Howard & Howard (.3) and send finalized version to L. Gretchko and B. Burnett for approval to electronically file (.1); telephone conference with L. Gretchko regarding certification of non-response and proposed order upload procedures (.3) and correspond with B. Burdett and his assistant (multiple) regarding filing of Howard & Howard's certification (.4); electronically file same, along with proposed order (.2);	1.70
12/17/2020	E. Walker	Review comments to motion for interim compensation procedures and correspondence regarding same;	0.40
12/20/2020	E. Walker	Correspondence with local counsel regarding review of monthly fee statements and status of interim compensation procedures;	0.10
12/21/2020	E. Walker	Review correspondence from local counsel regarding FTI fee statement (.1); correspondence regarding review of same (.1); correspondence with debtor's counsel regarding status of interim compensation procedures motion (.1);	0.30
12/22/2020	E. Walker	Correspondence with debtor's counsel regarding motion to approve interim compensation procedures (.1); correspondence regarding LEDES formatting for application for compensation (.1);	0.20
12/22/2020	R. Leibowitz	Telephone conference with L. Gretchko regarding compensation procedures and send sample fee statements for reference purposes;	0.40
12/22/2020	R. Leibowitz	Review United States Trustee guidelines and provide clarification as to the requirement for LEDES billing;	0.60
12/23/2020	R. Leibowitz	Additional research on LEDES billing formats (.6); correspondence (multiple) with U.S. Trustee's Office regarding their requirements (.4) and correspondence internally regarding same (.2);	1.20
12/23/2020	K. Allare	Review debtor professional fee applications (.8);	0.80
12/24/2020	R. Leibowitz	Review interim compensation procedures motion and Local Bankruptcy Rules 2016-1 and 2016-2 (.8); prepare template to be used for monthly fee statements (.7); compose detailed email to E. Walker regarding same (.4);	1.90
12/29/2020	R. Leibowitz	Telephone conference with L. Gretchko regarding fee statement procedures (.2); prepare template coversheet to monthly fee statements for Howard and Howard (.6);	0.80

Invoice No. 6324283
Henry Ford Village-Creditors' Committee
141183.0001.0005 / Retention & Fee Applications

PERKINScoie

Total	10.10
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Services
\$4,209.50

Less (17.00)% Discount
(\$715.62)

Total Services
\$3,493.88

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	2.10	835.00	1,753.50
K. Allare	Associate	0.80	550.00	440.00
R. Leibowitz	Paralegal	7.20	280.00	2,016.00
Total Services		10.10		\$4,209.50

Total Invoice Amount
\$3,493.88

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

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Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324288
Matter No. 141183.0001.0007
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0007 / Cash Collateral & DIP Financing

For Professional Services rendered through December 31, 2020

Services	\$10,749.50
Less (17.00)% Discount	(\$1,827.42)
Total Services	<u>\$8,922.08</u>
Total Invoice Amount	<u>\$8,922.08</u>
Previous Balance Due	<u>\$27,994.65</u>
Total Due This Invoice	<u>\$36,916.73</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324288

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/02/2020	E. Walker	Various correspondence and conference with debtor's counsel regarding status of cash management;	0.80
12/03/2020	E. Walker	Review summary of legal research on stay violation (.3); conference with Debtor's counsel regarding motion on cash management and strategy for same (.4); draft, revise, finalize and coordinate filing of statement in support of Debtor's motion for final order on cash management (3.8);	4.50
12/03/2020	K. Allare	Research re response to Comerica objection to cash management (1.2); comment on response to Comerica objection (.6) correspondence with E. Walker, L. Gretchko regarding same (.3)	2.10
12/04/2020	E. Walker	Review budget variance report and correspondence with CRO regarding same (.3); conference with Debtor's counsel regarding status of cash management negotiations and hearing (.4);	0.70
12/07/2020	E. Walker	Draft argument for hearing on cash management motion (.8); various correspondence with debtor's counsel regarding same (.3);	1.10
12/08/2020	E. Walker	Review draft order on cash management (.2); correspondence regarding same (.1);	0.30
12/09/2020	E. Walker	Review proposed order on cash management and circulate comments to same;	0.40
12/10/2020	E. Walker	Review Comerica motion regarding forgiveness of PPP loan and correspondence with debtor's counsel regarding same (.9); correspondence with US Trustee counsel regarding same (.1);	1.00
12/26/2020	E. Walker	Correspondence with debtor's counsel regarding status of final cash management order;	0.10
12/27/2020	E. Walker	Review correspondence from local counsel regarding case management order and potential challenge to value of collateral and correspondence regarding same;	0.50
12/28/2020	E. Walker	Analysis of case management order and conference with local counsel regarding same, valuation of collateral and status of sale process (.7); various correspondence regarding same (.2); conference with debtor's counsel regarding status of final order on cash management motion (.3); review draft order regarding same (.1);	1.30
12/28/2020	K. Allare	Conference with L. Gretchko regarding challenge analysis (.5); analyze cash collateral order regarding same (.7);	1.20
Total			14.00

Invoice No. 6324288
Henry Ford Village-Creditors' Committee
141183.0001.0007 / Cash Collateral & DIP Financing

PERKINScoie

Services
\$10,749.50

Less (17.00)% Discount
(\$1,827.42)

Total Services
\$8,922.08

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	10.70	835.00	8,934.50
K. Allare	Associate	3.30	550.00	1,815.00
Total Services		14.00		\$10,749.50

Total Invoice Amount
\$8,922.08

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324289
Matter No. 141183.0001.0008
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0008 / Lien Review

For Professional Services rendered through December 31, 2020

Services	\$11,243.00
Less (17.00)% Discount	(\$1,911.31)
Total Services	<u>\$9,331.69</u>
Total Invoice Amount	<u>\$9,331.69</u>
Previous Balance Due	<u>\$18,387.60</u>
Total Due This Invoice	<u>\$27,719.29</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324289

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/07/2020	D. Gold	Telephone conference with K. Allare regarding lien review;	0.20
12/07/2020	K. Allare	Call with D. Gold regarding lien analysis (.3); initial review of the same (.2);	0.50
12/09/2020	K. Allare	Comment on lien review (.7); review Michigan UCC provisions (.8);	1.50
12/16/2020	D. Gold	Draft client memorandum regarding lien review;	1.30
12/17/2020	D. Gold	Research for client memorandum regarding lien review (5.7); draft same (1.8);	7.50
12/18/2020	D. Gold	Research for lien review memorandum (2.8); draft same (.8);	3.60
Total			14.60

Services
\$11,243.00

Less (17.00)% Discount
(\$1,911.31)

Total Services
\$9,331.69

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
D. Gold	Partner	12.60	805.00	10,143.00
K. Allare	Associate	2.00	550.00	1,100.00
Total Services		14.60		\$11,243.00

Total Invoice Amount
\$9,331.69

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324291
Matter No. 141183.0001.0009
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0009 / Asset Analysis & Dispositions

For Professional Services rendered through December 31, 2020

Services	\$29,813.00
Less (17.00)% Discount	(\$5,068.21)
Total Services	<u>\$24,744.79</u>
Total Invoice Amount	<u>\$24,744.79</u>
Previous Balance Due	<u>\$2,217.76</u>
Total Due This Invoice	<u>\$26,962.55</u>

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324291

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/02/2020	E. Walker	Review draft bid procedures and provide revisions and comments to same (1.6); circulate same to debtor's counsel (.2); conference with debtor's counsel regarding same and next steps (.4); review motion regarding same (.5);	2.70
12/03/2020	E. Walker	Review motion to approve bid procedures;	1.20
12/07/2020	E. Walker	Conference with debtor's counsel regarding bid procedures motion and comments to same;	0.50
12/08/2020	E. Walker	Analysis of motion to approve bid procedures and potential objection to same (.4); conference regarding same (.3);	0.70
12/09/2020	E. Walker	Prepare for and attend conference with counsel regarding bid procedures and Committee's position with respect to same (.8); review and revise bid procedures and circulate same to bond trustee counsel and debtor's counsel (.9); prepare for and attend conference with bond trustee, debtor and various professionals to discuss Committee comments to bid procedures (1.4); conference with debtor's counsel regarding same (.2); analysis and revisions to bid procedures (.6); correspondence regarding legal research into credit bidding issue (.1);	4.00
12/09/2020	K. Allare	Prepare for, attend conference with Debtors' counsel regarding bidding procedures (.7); conference with E. Walker regarding same (.2); comment on bidding procedures (1.0);	1.90
12/10/2020	E. Walker	Revise draft bid procedures and circulate to debtor and bond trustee for review (1.4); correspondence with Committee regarding same (.2);	1.60
12/11/2020	K. Allare	Research regarding bidding procedures in CCRC cases (1.8);	1.80
12/12/2020	E. Walker	Review comments to bid procedures motion and notice from local counsel and various correspondence regarding same;	0.60
12/12/2020	K. Allare	Draft objection to sale procedures motion (4.2); research same (1.2); review, analyze bid procedures motion, order (1.0);	6.40
12/14/2020	E. Walker	Review and circulate comments to draft bid procedures and order approving same (1.4); summarize status of bid procedures for Committee (.6);	2.00
12/14/2020	K. Allare	Comment on bidding procedures (.7); review Debtor comment on the same (.5); correspondence with E. Walker, Debtors regarding same (.2)	1.40
12/15/2020	E. Walker	Review and revise draft objection to bid procedures motion (1.7); review and provide revisions to draft order approving bid procedures and draft bid procedures (1.5); conference with local counsel regarding same (.5); correspondence with counsel for other creditors regarding Committee position on bid procedures (.3);	4.00
12/15/2020	K. Allare	Correspondence with E. Walker regarding potential objection to the disclosure statement;	0.30

Date	Attorney / Assistant	Description of Service	Hours
12/16/2020	E. Walker	Review revisions to proposed bid procedures and draft order approving same and various conference to negotiate same (2.8); review draft objection to motion to approve bid procedures and revise same (2.1);	4.90
12/16/2020	K. Allare	Review correspondence, comments to bidding procedures response (.2);	0.20
12/17/2020	E. Walker	Review draft CIM and provide comments to debtor's investment banker (1.4); review comments to CIM from CRO (.3); prepare outline of Committee position on bid procedures motion and circulate same to local counsel (.6); conference with debtor's counsel to prepare for hearing (.5); conference with counsel for creditor regarding Committee position on proposed bid procedures (.2);	3.00
12/18/2020	E. Walker	Prepare for and present at hearing to approve bid procedures (1.7); draft update for committee regarding same (.4); conference with local counsel regarding same (.4);	2.50
12/21/2020	E. Walker	Correspondence with debtor's counsel regarding sale process update and related issues;	0.10
Total			39.80

Services
\$29,813.00

Less (17.00)% Discount
(\$5,068.21)

Total Services
\$24,744.79

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	27.80	835.00	23,213.00
K. Allare	Associate	12.00	550.00	6,600.00
Total Services		39.80		\$29,813.00

Total Invoice Amount
\$24,744.79

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

Email: clientacct@perkinscoie.com
Accounting: 206.359.3143
Fax: 206.359.9000

PERKINScoie

Henry Ford Village, Inc. - Official Committee of Unsecured Creditors
Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324292
Matter No. 141183.0001.0012
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0012 / Claims Administration & Objections

For Professional Services rendered through December 31, 2020

Services	\$1,002.00
Less (17.00)% Discount	(\$170.34)
Total Services	<hr/> \$831.66
Total Invoice Amount	<hr/> \$831.66

INFORMATION MAY BE SUBJECT TO CLIENT ATTORNEY AND/OR ATTORNEY WORK PRODUCT PRIVILEGE

REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324292

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

ACH / WIRE TRANSFERS IN USD:



Client Privacy Policy. We collect or receive information in the ordinary course of providing legal services to you, including personal information. For more information about how we collect, use, and disclose personal information in connection with our legal representation of clients, please review our Client Privacy Policy, which can be accessed here: <https://www.perkinscoie.com/en/client-privacy-policy.html>.

After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Invoice No. 6324292
Henry Ford Village-Creditors' Committee
141183.0001.0012 / Claims Administration & Objections

PERKINScoie

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/21/2020	E. Walker	Review and provide comments to proposed bar date motion;	1.20
Total			1.20

Services
\$1,002.00

Less (17.00)% Discount
(\$170.34)

Total Services
\$831.66

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
E. Walker	Partner	1.20	835.00	1,002.00
Total Services		1.20		\$1,002.00

Total Invoice Amount
\$831.66

1201 Third Avenue, Suite 4900
Seattle, Washington 98101
Phone: 206.359.8000

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Fax: 206.359.9000

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Attn: Eric Walker
131 S. Dearborn St.
Suite 1700
Chicago, IL 60603

Invoice No. 6324293
Matter No. 141183.0001.0013
Bill Date January 20, 2021
Due Date Due Upon Receipt

INVOICE SUMMARY

Re: 141183.0001.0013 / Contested Matters & Adversary Proceedings

For Professional Services rendered through December 31, 2020

Services	\$385.00
Less (17.00)% Discount	(\$65.45)
Total Services	<u>\$319.55</u>
Total Invoice Amount	<u>\$319.55</u>

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REMITTANCE INSTRUCTIONS

Payment Due in US Currency
Tax Identification Number.: 91-0591206

Please identify your payment with the following: Perkins Coie Account No. 141183 and Invoice 6324293

CHECKS:

Perkins Coie LLP
Attn: Client Accounting
PO Box 24643
Seattle, WA 98124-0643

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After 30 days, a monthly late charge of 1% per month from the invoice date (or such lower rate as required by applicable law) will be due. Should a collection action or proceeding be necessary, attorneys' fees and costs for such collection effort will also be due.

Invoice No. 6324293
Henry Ford Village-Creditors' Committee
141183.0001.0013 / Contested Matters & Adversary Proceedings

PERKINScoie

Professional Services through 12/31/2020

Date	Attorney / Assistant	Description of Service	Hours
12/27/2020	K. Allare	Correspondence with E. Walker regarding challenge period, review casues of action;	0.70
Total			0.70

Services
\$385.00

Less (17.00)% Discount
(\$65.45)

Total Services
\$319.55

Summary of Services through 12/31/2020

Attorney / Assistant	Title	Billed Hours	Billed Rate	Billed Amount
K. Allare	Associate	0.70	550.00	385.00
Total Services		0.70		\$385.00

Total Invoice Amount
\$319.55